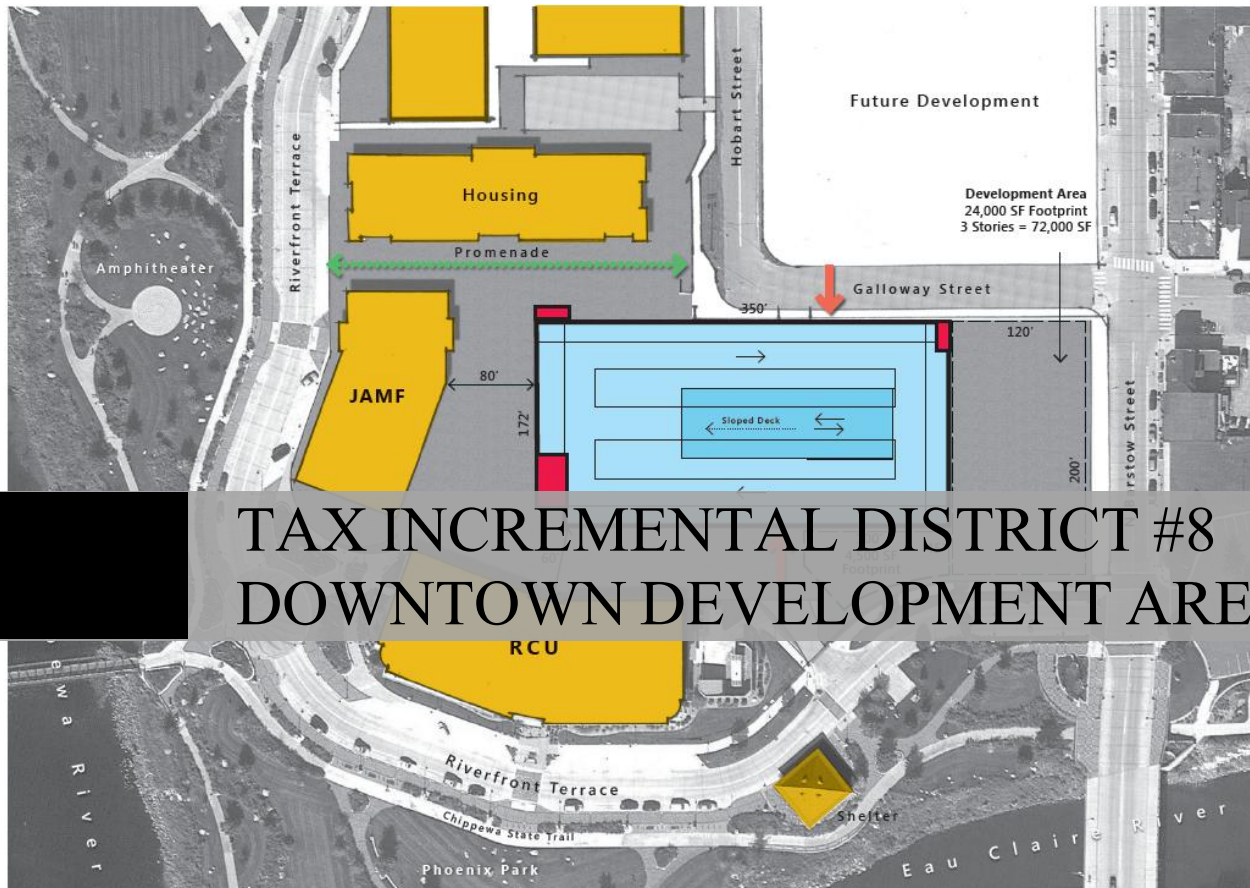


September 9, 2014



AMENDMENT #3 TO THE PROJECT PLAN CITY OF EAU CLAIRE

Tax Incremental District #8

Downtown Development Area

City Council

Kerry Kincaid, President

David Duax

Catherine Emmanuelle

David Klinkhammer

Eric Larsen

Monica Lewis

Kathy Mitchell

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Andrew Werthmann

Michael Xiong

Russell Van Gompel, City Manager

Stephen Nick, City Attorney

Donna A. Austad, City Clerk

Joint Review Board

Jacob Winzenz, City Representative

Stella Pagonis, County Representative

Pam Owen, Chippewa Valley Technical College Representative

Dan Van De Water, Eau Claire Area School District Representative

David Richie, Citizen Representative

City of Eau Claire

Wisconsin

**TAX INCREMENTAL DISTRICT #8
DOWNTOWN DEVELOPMENT AREA
AMENDMENT #3 TO THE PROJECT PLAN**

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TAX INCREMENTAL DISTRICT #8 DOWNTOWN DEVELOPMENT AREA AMENDMENT #3 TO THE PROJECT PLAN

In accordance with Wis. Stats. 66.1105 Tax Incremental Law, The City of Eau Claire has prepared the following plan for an amendment to Tax Incremental District #8 (TIF #8). TIF #8, Downtown Development Area, was created in 2002 to eliminate blight by providing financing for utilities, streets, parking, park improvements, and property acquisition in the downtown area. The district is generally located along the east side of the Chippewa River from the City's maintenance facility on the north side to Main Street, south of the Eau Claire River. Included within TIF boundaries is the North Barstow Redevelopment District.

The purpose of the first amendment to the TIF Project Plan was to provide additional utilities, streets, storm water drainage and other infrastructure improvements to serve the proposed development in Blocks 20 and 21 in the North Barstow area. Based on the terms of a development agreement with Phoenix Parkside, LLC, the amendment also provided tax increment incentives to the developer.

The purpose of the second amendment to the TIF Project Plan, was to expand the TIF boundaries to include the site of the Post Office and adjacent property. This additional TIF area is planned as the location of a Municipal Parking Ramp needed to serve the commercial and residential development in the downtown area. The amendment also added project costs to provide street improvements, street scape, utilities, and a pedestrian walkway for the next phase of the North Barstow Street build-out.

The purpose of the third amendment to the TIF Project Plan is to expand the boundaries of Tax Incremental District #8 to include the Green Tree Hotel, Superior Auto Body Inc., AT&T Inc. and other parcels as shown on the map attached as Exhibit 1. The amendment anticipates and provides additional project costs for the Municipal Parking Ramp described in the second amendment above, and financial support for the Confluence Community Arts Facility and Haymarket Plaza improvements.

The City Plan Commission will hold a public hearing on Monday, August 18, 2014 at 7:00 p.m. in the City Council Chambers, City Hall, 203 S. Farwell Street, to consider the proposed amendment to the Project Plan for Tax Incremental District #8. The City Council will hold a public discussion on September 8, 2014 and will consider adoption of the Project Plan on September 9, 2014. The Project Plan is subject to the final approval of the Joint Review Board.



CITY OF EAU CLAIRE

Office of the City Attorney
Phone: (715) 839-6006
Fax: (715) 839-6177

August 4, 2014

Russell Van Gompel
City Manager
City of Eau Claire
203 S. Farwell
Eau Claire WI 54701

Re: Project Plan for Amended Tax Incremental District No. 8

Dear Mr. Van Gompel:

Please be advised that I have had an opportunity to review the above captioned project plan and find said plan to be complete and in compliance with Wis. Stats. § 66.1105 in that such plan addressed the subject matter that is required to be included in a project plan pursuant to such statute.

I render no opinion with respect to the accuracy, validity, or sufficiency of any statement and/or finding contained in said project plan, but rather would refer you to staff reports and other background data in support of the plan.

Sincerely,

Stephen C. Nick
City Attorney

SCN:jw

cc: Finance Director

TAX INCREMENTAL DISTRICT #8 DOWNTOWN DEVELOPMENT AREA AMENDMENT # 3

Rationale for an amendment to TIF #8, the Downtown Development Area

The Downtown Development Area Tax Incremental Financing District (TIF #8) was created in 2002 to eliminate blight by providing financing for utilities, streets, parking, park improvements, and property acquisitions in the downtown area. The purpose of this amendment to TIF #8 is to provide financing for the Confluence project. The amendment does include a change to the boundaries of TIF #8.

Clearance of Blighted Properties

Over 50 percent of the area within the original boundaries of TIF #8 exhibited blighted conditions at the time the TIF was created. The original TIF Project Plan provided financing for the acquisition of blighted properties in the North and South Barstow Street areas. The Redevelopment Authority has acquired several parcels in the North Barstow area, and has entered negotiations with various developers to facilitate investment in new commercial and residential projects. Some of the projects involve the creative restoration of formerly blighted properties.

With the second amendment to the TIF, another blighted area was included to be addressed. The amended boundaries include two parcels, the largest of which is the site of the current Post Office. The Post Office building is an obsolete building, partially within the 100 year flood plain. The Post Office is expected to relocate within the TID or within the vicinity of downtown Eau Claire.

The Third amendment to the TIF, is intended to address another blighted area. The amended boundaries will include sixteen parcels. **Exhibit 1** shows the proposed amendment to the TIF boundaries. The amended area is 67% blighted as shown on **Exhibit 2**.

Land Utilization

TIF #8 encompasses a variety of land uses, as shown on **Exhibit 3**.


Park Area

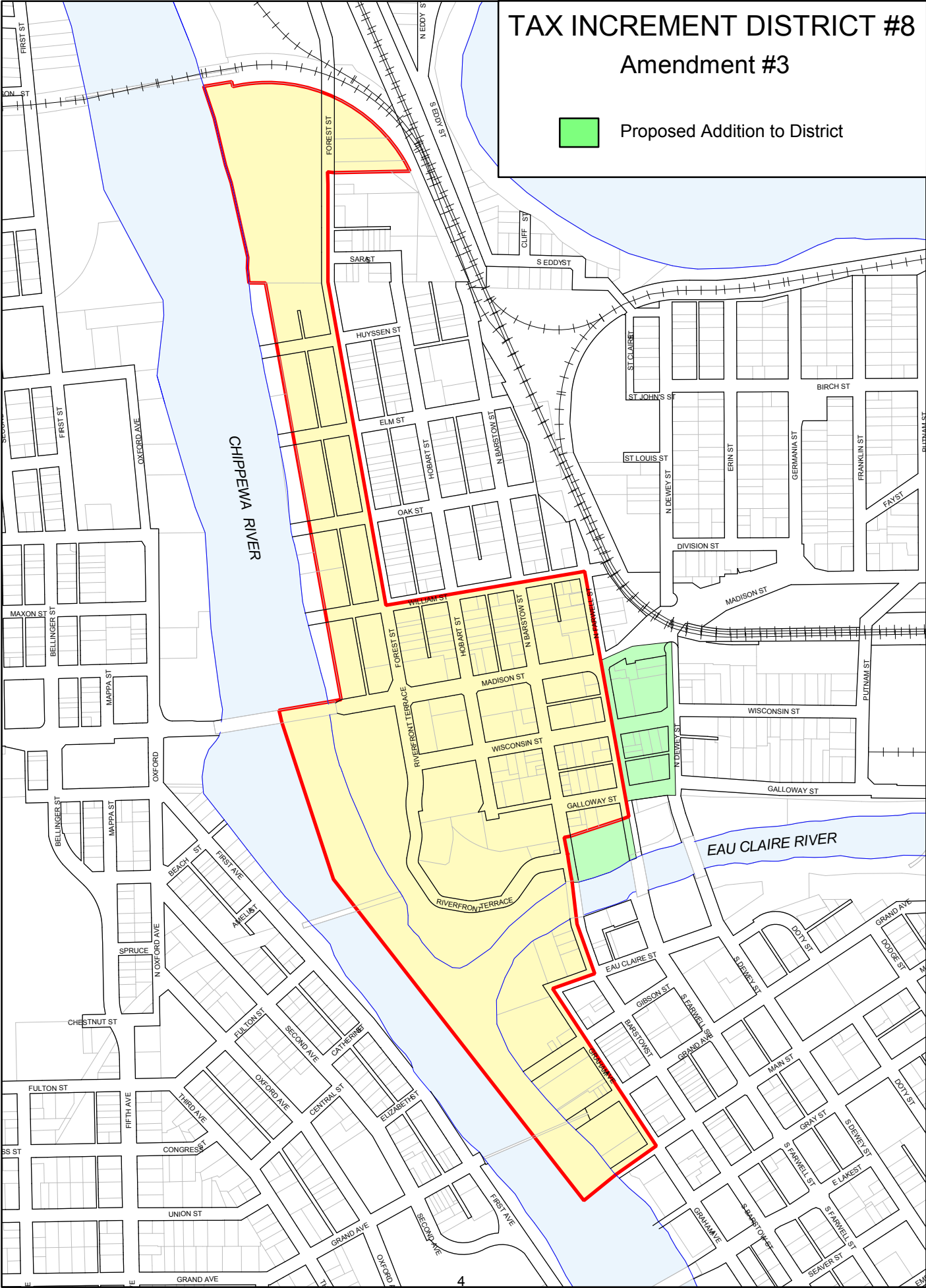
Since TIF #8 was created in 2002, an area of vacant land located north of East Madison Street and west of Forest Street has been redeveloped into a neighborhood park and playground. Phoenix Park, located south of East Madison Street and adjacent to the Chippewa and the Eau Claire River, has been developed into a community recreation area that takes advantage of the unique location at the confluence of the two rivers.

Redevelopment

Development in the North Barstow area is expected to continue the mixed-use concept described in the TIF's original Project Plan. The plan includes office, retail and residential areas with public access to the riverfront, green space, and a connecting pedestrian/bike trail system.

TAX INCREMENT DISTRICT #8
Amendment #3

 Proposed Addition to District



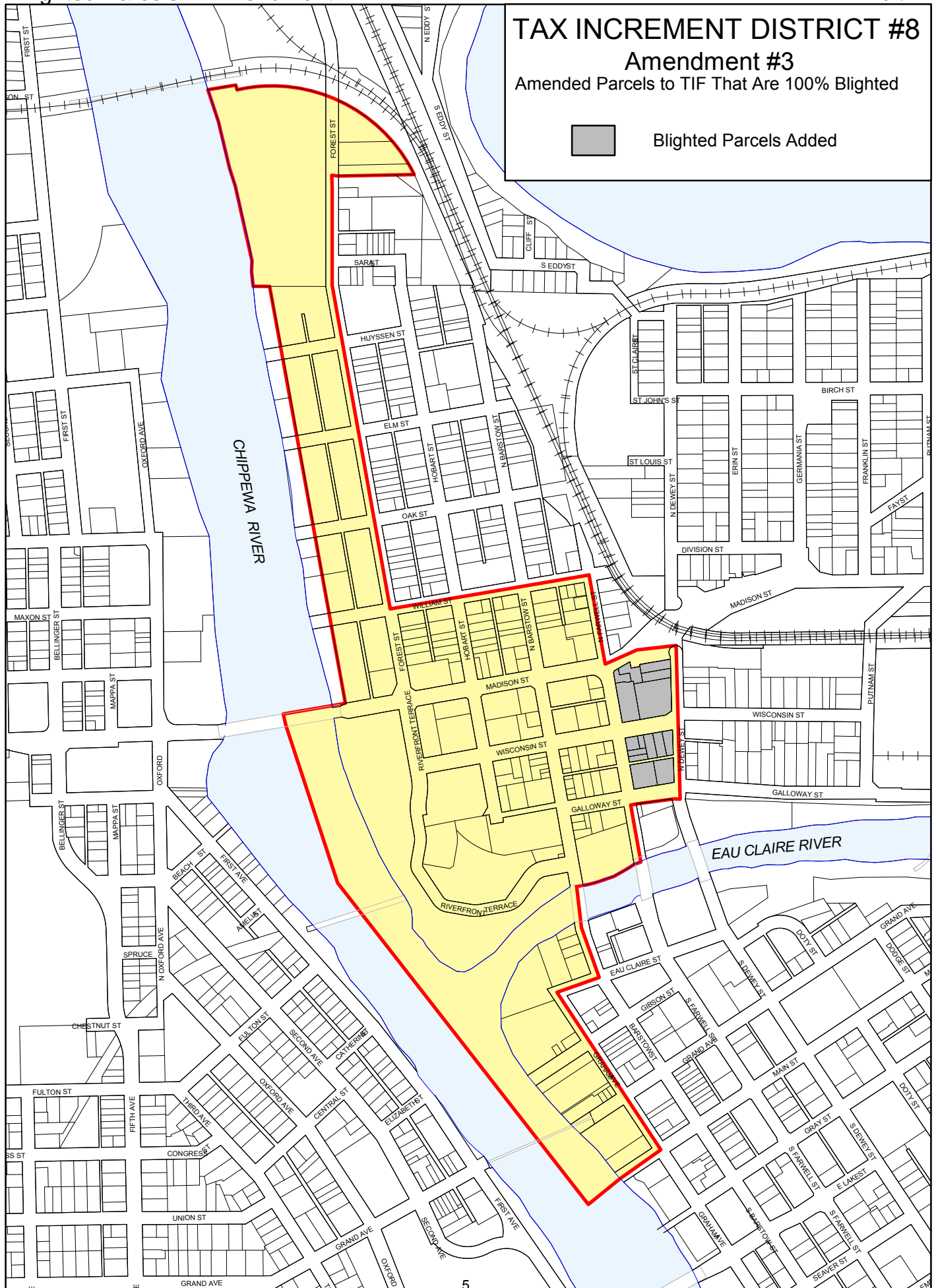
TAX INCREMENT DISTRICT #8

Amendment #3

Amended Parcels to TIF That Are 100% Blighted








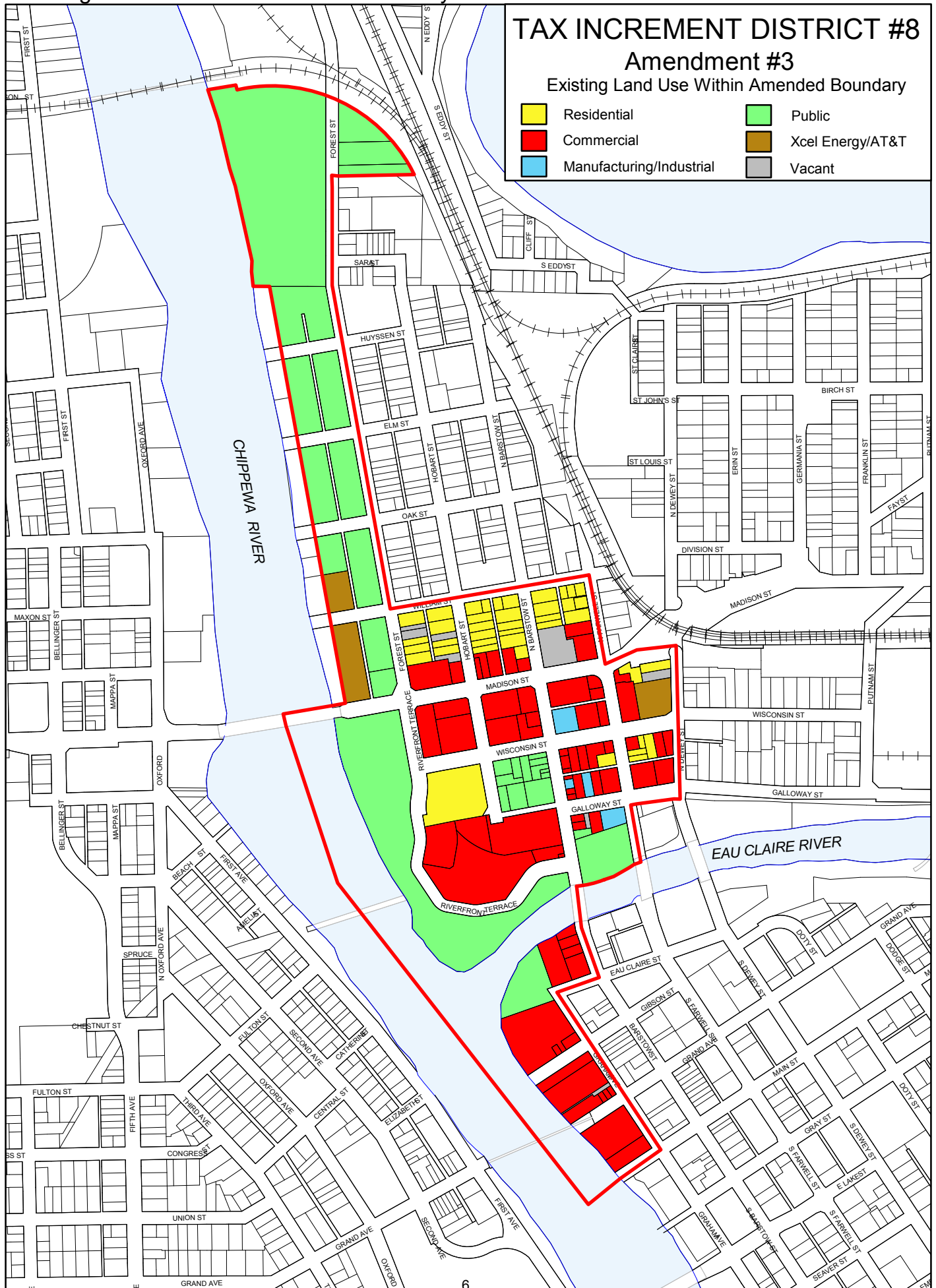
Blighted Parcels Added



TAX INCREMENT DISTRICT #8**Amendment #3**

Existing Land Use Within Amended Boundary

	Residential		Public
	Commercial		Xcel Energy/AT&T
	Manufacturing/Industrial		Vacant



Projects in TIF #8 also include the clearance of blighted property south of the Eau Claire River. Development in this area is expected to emphasize the riverfront location at the confluence of the Chippewa and Eau Claire Rivers. An existing City parking lot will be combined with the adjacent commercial properties and will be developed into a mixed use building, Haymarket Plaza, and Performing Arts Center which will have a major impact on the downtown. In addition to these projects, the Green Tree Hotel and Lismore hotel (former Ramada) are being renovated to add new life to the downtown area.

Downtown Plan

The Downtown Chapter of the City's Comprehensive Plan identifies the TIF area as a major development opportunity for office, entertainment, cultural, hotel or residential mix with a riverfront orientation. An objective of the plan is to encourage the redevelopment of functionally obsolete buildings and sites favoring office, service or general business activities. It directs the City to take better advantage of the riverfronts, Eau Claire's most valuable natural resource, to provide recreation and promote private investment through parks, open space and trail improvements. The trail system within the Downtown TIF will complete a link of the continuous riverwalk from Lake Street to the "S" Bridge, which includes overlooks along the rivers. The removal of blighted structures will enhance the integrity of surrounding residential neighborhoods. Downtown Development TIF #8 is consistent with and completes objectives and policies of the Comprehensive Plan.

City Comprehensive Plan

There will be no change to the City's Comprehensive Plan as a result of the amendment to the Downtown Development Area Tax Incremental Financing District.

Building Codes

There will be no changes to local building codes because of the proposed redevelopment.

Relocation

Relocation of residential or business occupants by the City of Eau Claire or Redevelopment Authority will be in accordance with Wisconsin Relocation Law and in conformance with federally required standards when federal funds are used. Anti-Displacement and Relocation plans will be filed with the appropriate federal and state agencies and approved by the City of Eau Claire or Redevelopment Authority to assure sufficient decent, safe and sanitary alternative housing is available. Residential or business tenants who will need to relocate will be informed of their rights under Wisconsin Relocation Law. Those residential tenants who are income-eligible will be placed on the waiting list for public subsidized housing programs and will be given priority status due to their displacement by government action. Those eligible residential tenants will receive rental assistance payments and moving allowances. Owner-occupants of residential properties will be offered moving costs and replacement housing payments in order to find decent, safe and sanitary housing. It is not anticipated there will be any temporary residential relocations. However, if such temporary relocation occurs, the Redevelopment Authority will reimburse all reasonable out-of-pocket expenses incurred in connection with the temporary relocation, including moving and increased rent or utility costs within the North Barstow Redevelopment District. Eligible business tenants will receive a rent differential

payment, reestablishment payments, and a moving allowance in accordance with Wisconsin Statutes. Business owners who are required to relocate will receive a replacement business payment, a reestablishment payment and a moving allowance. The City of Eau Claire maintains staff able to assist in relocation of occupants of property acquired under this plan.

Proposed Changes in Zoning

The proposed location of the parking ramp is currently zoned CBD-Central business District and is proposed to change to P-Public. The area south of the Eau Claire River is zoned CBD-Central Business District and CBDP-Central Business District Planned; the Haymarket parking lot is zoned P-Public. **Exhibit 4** shows the current zoning with proposed changes.

Orderly Development

Based upon its consistency with previously adopted plans of the City and land utilization, the proposed amendment to TIF #8 promotes the orderly development of the City.

TAX INCREMENTAL DISTRICT #8 DOWNTOWN DEVELOPMENT AREA ECONOMIC FEASIBILITY PLAN AMENDMENT #3

TIF #8, Downtown Development Area, was created in 2002 to eliminate blight by providing financing for utilities, streets, parking, park improvements, and property acquisitions in the downtown area. The first amendment to the TIF provided additional utilities, streets, and other infrastructure for the development of Blocks 20 and 21. Amendment #2 expanded the TIF boundaries to include the site of the Post Office and adjacent property, which is expected to be the location of a Municipal Parking Ramp and liner commercial/residential space needed to serve the commercial and residential development in the downtown area. The ramp would also provide parking for users of Phoenix Park, adjacent public trails, and special events in the district. The 3rd amendment proposes to expand the boundaries to include the Green Tree Hotel, Superior Auto Body Inc., AT&T Inc., and additional parcels in the area. The 2nd and 3rd amendments provide street improvements, street scape, utilities, and contribution to the Confluence Project, and Haymarket Plaza. The parking ramp and other infrastructure improvements are shown below on **Exhibit 5**.

Proposed Project Costs

Exhibit 5

TAX INCREMENTAL DISTRICT #8 Downtown Development Area Amendment #3 Proposed Project Costs						
	2014	2015	2016	2018	2025	Total
Original TIF						
Plaza (Infrastructure South Barstow)	\$ -	\$ -	\$ 700,000	\$ -	\$ -	\$ 700,000
Plaza (Acquisition)	-	-	300,000	-	-	300,000
Parking Structure (Acquisition)	-	1,580,000	-	-	-	1,580,000
Parking Structure (Bal. of '02 & '07 Project)	105,000	-	-	-	-	105,000
Parking Structure (Original Contingency)	-	715,000	-	-	-	715,000
Subtotal	\$ 105,000	\$ 2,295,000	\$ 1,000,000	\$ -	\$ -	\$ 3,400,000
2nd Amendment Project Costs						
Parking Structure-						
Engineering/Contingency	180,000	100,000	-	-	-	280,000
Demolition of Old Post Office	100,000	-	-	-	-	100,000
480 Stalls @ \$14,000	-	6,720,000	-	-	-	6,720,000
Street Work & Street Scape	-	-	400,000	-	-	400,000
Utility relocation & Site Prep	-	-	200,000	-	-	200,000
Subtotal	\$ 280,000	\$ 6,820,000	\$ 600,000	\$ -	\$ -	\$ 7,700,000
Other 2nd Amendment Project Costs						
TIF Application	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Bond Issue Costs	-	100,000	-	-	-	100,000
Subtotal	\$ -	\$ 100,000	\$ -	\$ -	\$ -	\$ 100,000
3rd Amendment Project Costs						
Partial Payment of Confluence Contribution	-	-	-	1,500,000	-	1,500,000
Subtotal	-	-	-	1,500,000	-	1,500,000
Other 3rd Amendment Project Costs						
TIF Application	1,000	-	-	-	-	1,000
Underwriter Discount	-	96,000	16,200	15,200	40,600	168,000
Bond Issue Costs	-	(48,500)	42,000	41,500	48,000	83,000
Subtotal	\$ 1,000	\$ 47,500	\$ 58,200	\$ 56,700	\$ 88,600	\$ 252,000
Total Project Costs	\$ 385,000	\$ 9,115,000	\$ 1,600,000	\$ 1,500,000	\$ -	\$ 12,600,000
Total Other Costs	\$ 1,000	\$ 147,500	\$ 58,200	\$ 56,700	\$ 88,600	\$ 352,000
GRAND TOTAL	\$ 386,000	\$ 9,262,500	\$ 1,658,200	\$ 1,556,700	\$ 88,600	\$ 12,952,000
Projections for 2014 and future years are based on the information available at the time of the report and are subject to revision.						

Proposed Public Works Project Costs**Exhibit 5A**

Public Works Project Costs	Amount
Plaza (Infrastructure South Barstow)	\$ 700,000
Plaza (Acquisition)	300,000
Parking Structure (Acquisition)	1,580,000
Parking Structure (Bal. of '02 & '07 Project Costs	105,000
Parking Structure (Original Contingency)	715,000
Engineering/Contingency	280,000
480 Stalls @ \$14,000	6,720,000
Street Work & Street Scape	400,000
Utility relocation & Site Prep	200,000
Total	<u>\$11,100,000</u>

As a result of the TIF amendment and through development agreements with the Eau Claire Redevelopment Authority (RDA), Royal Credit Union (RCU), Pablo Properties, LLC, (Pablo), Riverfront Terrace LLC, and other agreements, the City expects to facilitate an estimated value of new construction of \$11.2 million in 2014 and 2015. Within a few years the City anticipates another \$12.5 million in mixed use development.

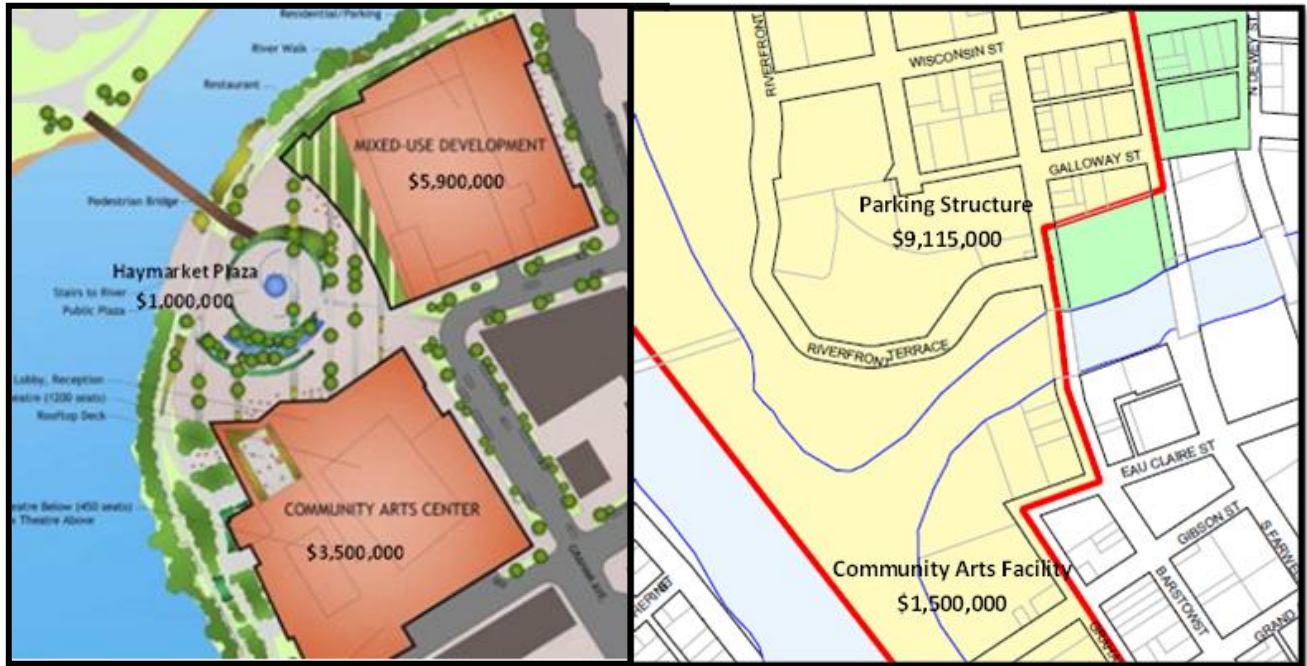
Exhibit 6, entitled **Non – TIF Project Costs**, lists projects that are closely related to the TIF amendment but are not funded by the TIF. These non-project costs include special assessments for street project costs.

Non – TIF Project Costs**Exhibit 6**

Downtown Development Area Non-TIF Project Costs (Paid From Other Sources)	
Street Costs – Confluence (3 Blocks)	\$1,350,000
Street Costs – TIF (All Blocks within TIF)	<u>\$2,250,000</u>
Total	<u>\$3,600,000</u>

Exhibit 7 shows the projected new development and valuation increases. These are recapped on **Exhibit 8** where they are shown by assessment date. As a result of this TIF amendment, the developers will work towards the completion of a \$76 million dollar confluence project which included a mixed-use building, Haymarket Plaza, and Performing Community Arts Building.

Proposed Improvements**Exhibit 7**



Assessed Valuation Changes

Exhibit 8

TAX INCREMENT DISTRICT #8 Downtown Development Area Amendment #3 Assessed Valuation Changes									
Project	1/1/2014	1/1/2015	1/1/2016	1/1/2017	1/1/2018	1/1/2019	1/1/2020	1/1/2021	Total
Riverfront Terrace	690,000	-	-	-	-	-	-	-	690,000
Mogenson Sports Bar	-	-	-	-	-	-	-	-	-
Manz	-	-	-	150,000	-	-	-	-	150,000
Charleys Market	-	-	-	-	-	-	-	-	-
JAMF Office Building	900,000	7,100,000	-	-	1,500,000	-	-	-	9,500,000
Riverfront Terrace Apartment (Phase II)	75,000	4,925,000	-	-	-	-	-	-	5,000,000
Post Office/Residential/Mixed Use	-	-	-	50,000	2,150,000	-	-	-	2,200,000
Removal of former Post Office	-	(350,000)	-	-	-	-	-	-	(350,000)
Removal of South Barstow Properties	-	(1,052,000)	-	-	-	-	-	-	(1,052,000)
126 N. Barstow Street (Burger King Site)	-	-	-	-	-	-	-	-	-
Block 7	-	-	-	-	1,000,000	7,500,000	-	-	8,500,000
Green Tree Hotel Renovation	-	50,000	600,000	-	-	-	-	-	650,000
Railroad Street Development	-	-	-	-	-	-	-	-	-
East Side of North Barstow (Mogensen)	-	-	-	-	-	-	-	-	-
Total	1,665,000	10,673,000	600,000	200,000	4,650,000	7,500,000	-	-	25,288,000

Projections for 2014 and future years are based on the information available at the time of the report and are subject to revision.

The following exhibits show the projected sources of revenue for the TIF, as amended, along with the expected uses or expenditures from the TIF, the equalized value estimations for calculating the tax increments, and a projection of the debt service requirements. The equalized value figures and debt service amounts are estimations only.

- **Exhibit 9, Source of Funds**, shows projections of the tax increments and the debt to be issued to finance the infrastructure improvements.

- **Exhibit 10, Use of Funds**, indicates the construction costs, the interest costs on the debt, the tax development enhancement payments, and the repayment of principal and advances.
- **Exhibit 11, Projected Tax Increment**, shows the expected value added, total increment and tax increment by year.
- **Exhibit 12, Proposed Debt Issues**, lists the projected debt issues and uses by year.
- **Exhibit 13 - 14, Principal and Interest Schedule**, needed to finance the project costs through general obligation bonds.
- **Exhibit 15, General Obligation Debt Limitation**, shows that the City will have 51% of its debt capacity remaining after issuance of the TIF Bonds and all of the debt anticipated in the 2014-2018 Capital Improvement Plan. This table does not include a reduction for principal that will be repaid from 2014-2018.
- **Exhibit 16, Analysis of TIF Limits**, indicates that the value increments of the other TIFs, combined with the equalized value of TIF #8 total 2.29% of the City's equalized value, well under the statutory limit of 12%.
- **Exhibit 17, Amended boundary information**, legal description of the additional parcels shown on the map in **Exhibit 1**.

Sources of Funds

Exhibit 9

TAX INCREMENT DISTRICT #8
Downtown Development Area
Amendment #3
Summary of Sources of Funds

SOURCE OF FUNDS

		Project Revenues						Total	Cumulative	Proceeds-	EDF & Streets	Risk Mgt.	Sources
Year		Tax	Int. & Misc.	Grants &	Sale of	Parking		Project	Project	L-T Debt	Advances	Advances	of Funds
		Increment	Revenue	Donations	Property	Revenue		Revenues	Revenues				
ACTUAL													
1	2002	\$ -	\$ 5,971	\$ -	\$ -	\$ -	\$ 5,971	\$ 5,971	\$ 2,000,000	\$ -	\$ -	\$ -	\$ 2,005,971
2	2003	-	42,061	-	233,000	-	275,061	281,032	6,600,000	700,000	160,000	-	7,735,061
3	2004	5,222	75,740	168,300	-	-	249,262	530,294	570,000	700,000	300,600	-	1,819,862
4	2005	86,895	89,776	-	-	-	176,671	706,965	200,000	-	176,900	-	553,571
5	2006	274,623	64,475	255,000	-	-	594,098	1,301,062	-	-	242,100	-	836,198
6	2007	338,272	166,403	-	-	-	504,675	1,805,737	1,440,000	-	242,100	-	2,186,775
7	2008	357,832	107,803	-	-	-	465,635	2,271,372	-	-	200,000	-	665,635
8	2009	394,738	94,221	9,770	-	-	498,729	2,770,101	-	-	517,000	-	1,015,729
9	2010	498,863	78,037	-	-	-	576,900	3,347,001	-	-	-	-	576,900
10	2011	606,341	69,153	64,004	-	-	739,498	4,086,499	-	-	-	-	739,498
11	2012	639,257	70,783	5,934	-	-	715,974	4,802,472	-	-	-	-	715,974
12	2013	697,864	133,407	-	-	-	831,271	5,633,743	4,305,000	-	-	-	5,136,271
ESTIMATED													
13	2014	862,689	45,331	-	-	-	908,020	6,541,763	-	-	-	-	908,020
14	2015	853,096	35,986	-	-	-	889,083	7,430,845	9,600,000	-	-	-	10,489,083
15	2016	1,114,935	30,374	-	-	248,000	1,393,309	8,824,154	1,620,000	-	-	-	3,013,309
16	2017	1,140,324	25,289	-	-	248,000	1,413,613	10,237,767	-	-	-	-	1,413,613
17	2018	1,156,474	20,230	-	-	248,000	1,424,704	11,662,472	1,520,000	-	-	-	2,944,704
18	2019	1,278,400	16,631	-	-	248,000	1,543,031	13,205,503	-	-	-	-	1,543,031
19	2020	1,469,185	12,548	-	-	248,000	1,729,733	14,935,236	-	-	-	-	1,729,733
20	2021	1,483,877	10,143	-	-	248,000	1,742,020	16,677,256	-	-	-	-	1,742,020
21	2022	1,498,716	8,349	-	-	248,000	1,755,065	18,432,322	-	-	-	-	1,755,065
22	2023	1,513,703	7,186	-	-	248,000	1,768,889	20,201,211	-	-	-	-	1,768,889
23	2024	1,528,840	7,197	-	-	248,000	1,784,037	21,985,248	-	-	-	-	1,784,037
24	2025	1,544,128	6,260	-	-	248,000	1,798,388	23,783,636	4,060,000	-	-	-	5,858,388
25	2026	1,559,570	6,033	-	-	248,000	1,813,603	25,597,239	-	-	-	-	1,813,603
26	2027	1,575,165	6,207	-	-	248,000	1,829,372	27,426,611	-	-	-	-	1,829,372
27	2028	1,590,917	6,713	-	-	248,000	1,845,630	29,272,241	-	-	-	-	1,845,630
28	2029	1,606,826	8,858	-	-	248,000	1,863,684	31,135,925	-	-	-	-	1,863,684
29	2030	1,622,895	1,729	-	-	248,000	1,872,624	33,008,549	-	-	-	-	1,872,624
		<u>\$ 27,299,649</u>	<u>\$ 1,252,895</u>	<u>\$ 503,008</u>	<u>\$ 233,000</u>	<u>\$ 3,720,000</u>	<u>\$ 33,008,549</u>	<u>\$ 347,900,228</u>	<u>\$ 31,915,000</u>	<u>\$ 1,400,000</u>	<u>\$ 1,838,700</u>	<u>\$ -</u>	<u>\$ 68,162,250</u>

* The \$2,000,000 debt for 2002 was borrowed as short-term financing, and was reissued as permanent financing in 2003.

Projections for 2014 and future years are based on the information available at the time of the report and are subject to revision.

TAX INCREMENT DISTRICT #8
Downtown Development Area
Amendment #3

Summary of Uses of Funds and Net Costs to be Recovered

USE OF FUNDS																
Project Costs										Total Recoverable Project Costs	Principal L-T Debt	Property Acquisitions	Repayment of Advances	Total Uses of Funds	Balance Available	Breakeven?
Year	Construction	Prop. Acq./ S. Barstow Plaza	Admin./ Bond Issue	JAMF 2nd Amendment	Developer Enh. PPL	Confluence Payment	Direct Project Costs	Interest & Fiscal Chgs								
ACTUAL																
1	2002	\$ 84,366	\$ -	\$ -	\$ -		\$ 84,366	\$ 4,523	\$ 88,889	\$ -	\$ 5,925	\$ -	\$ 94,814	\$ 1,911,157	No	
2	2003	639,735	-	-	-		639,735	59,034	698,769	2,000,000	31,915	-	2,730,684	6,915,534	No	
3	2004	3,584,101	-	-	-		3,584,101	287,061	3,871,162	-	1,795	-	3,872,957	4,862,439	No	
4	2005	1,132,825	-	-	-		1,132,825	314,094	1,446,919	50,000	-	-	1,496,919	3,919,091	No	
5	2006	1,878,595	-	-	-		1,878,595	317,379	2,195,974	100,000	1,680,000	-	3,975,974	779,315	No	
6	2007	1,056,809	-	-	-		1,056,809	314,972	1,371,781	250,000	-	-	1,621,781	1,344,309	No	
7	2008	395,988	-	-	-		395,988	389,247	785,235	250,000	-	-	1,035,235	974,709	No	
8	2009	6,777	-	-	-		6,777	348,387	355,164	530,000	-	-	885,164	1,105,274	No	
9	2010	55,733	-	150	-		55,883	332,715	388,598	290,000	-	-	678,598	1,003,576	No	
10	2011	50,000	-	150	-	6,850	57,000	316,587	373,587	485,000	-	-	858,587	884,487	No	
11	2012	-	-	150	-	37,588	37,738	294,790	332,528	515,000	-	-	847,528	752,933	No	
12	2013	242,741	-	33,257	-		58,564	334,561	269,201	4,990,000	-	-	5,593,762	295,442	No	
ESTIMATED																
13	2014	105,000	365	1,150	280,000	55,529	442,044	171,450	613,493	465,000	-	-	1,078,493	124,969	No	
14	2015	715,000	1,580,000	51,650	6,820,000	57,851	9,224,501	145,537	9,370,038	510,000	-	-	9,880,038	734,014	No	
15	2016	700,000	300,000	42,150	600,000	60,219	1,702,369	632,891	2,335,260	710,000	-	-	3,045,260	702,063	No	
16	2017	-	-	150		62,636	62,786	531,451	594,237	960,000	-	-	1,554,237	561,439	No	
17	2018	-	-	41,650		65,101	1,500,000	1,606,751	2,077,297	1,025,000	-	-	3,102,297	403,846	No	
18	2019	-	-	150		127,615		127,765	522,521	1,125,000	-	-	1,775,286	171,591	No	
19	2020	-	-	150		130,180		130,330	457,665	1,155,000	-	-	1,742,995	158,329	No	
20	2021	-	-	150		132,797		132,947	418,793	1,175,000	-	-	1,726,740	173,609	No	
21	2022	-	-	150		105,070		105,220	378,196	1,205,000	-	-	1,688,416	240,258	No	
22	2023	-	-	150		-		150	333,138	1,435,000	-	-	1,768,288	240,859	No	
23	2024	-	-	150		-		150	281,794	1,500,000	-	-	1,781,944	242,952	No	
24	2025	-	-	48,150				48,150	156,333	5,600,000	-	-	5,804,483	296,857	No	
25	2026	-	-	150				150	249,769	1,185,000		300,000	1,734,919	375,541	No	
26	2027	-	-	150				150	134,601	1,295,000		300,000	1,729,751	475,162	No	
27	2028	-	-	150				150	87,551	1,350,000		300,000	1,737,701	583,091	No	
28	2029	-	-	150				150	38,608	1,400,000		950,000	2,388,758	58,017	No	
29	2030	-	-	150				150	7,876	360,000		1,388,700	1,756,726	173,915	Yes	
		\$ 10,647,670	\$ 1,880,365	\$ 220,257	\$ 7,700,000	\$ 900,000	\$ 1,500,000	\$ 22,848,290	\$ 8,266,709	\$ 31,115,002	\$ 31,915,000	\$ 1,719,635	\$ 3,238,700	\$ 67,988,335		

Projections for 2014 and future years are based on the information available at the time of the report and are subject to revision.

TAX INCREMENT DISTRICT #8
Downtown Development Area
Amendment #3
Projected Tax Increments

Assumptions

Equalized Value Increase: 1%
 Base Tax Rate: \$ 23.73351
 Rate Adjustment Factor: 0%

<u>TID</u>	<u>Year</u>	<u>Construction</u>	<u>Value</u>	<u>Value</u>	<u>Inflation</u>	<u>Total</u>	<u>Revenue</u>	<u>Tax Rate</u>	<u>Tax</u>
		<u>Year</u>	<u>Added</u>	<u>Year</u>	<u>Increment</u>	<u>Increment</u>	<u>Year</u>		<u>Increment</u>
1	2002	\$	236,000	2003	\$ -	\$ 236,000	2004	\$ 22.13	\$ 5,222
2	2003		3,447,400	2004	-	3,683,400	2005	23.59	86,895
3	2004		8,977,700	2005	-	12,661,100	2006	21.69	274,623
4	2005		3,626,500	2006	-	16,287,600	2007	20.77	338,272
5	2006		517,800	2007	-	16,805,400	2008	21.29	357,832
6	2007		1,717,200	2008	-	18,522,600	2009	21.31	394,738
7	2008		3,839,000	2009	-	22,361,600	2010	22.31	498,863
8	2009		3,451,500	2010	-	25,813,100	2011	23.49	606,341
9	2010		991,600	2011	-	26,804,700	2012	23.85	639,257
10	2011		2,250,000	2012	-	29,054,700	2013	24.02	697,864
11	2012		7,294,200	2013	-	36,348,900	2014	23.73	862,689
12	2013		(404,100)	2014	-	35,944,800	2015	23.73	853,096
13	2014		10,673,000	2015	359,448	46,977,248	2016	23.73	1,114,935
14	2015		600,000	2016	469,772	48,047,020	2017	23.73	1,140,324
15	2016		200,000	2017	480,470	48,727,491	2018	23.73	1,156,474
16	2017		4,650,000	2018	487,275	53,864,766	2019	23.73	1,278,400
17	2018		7,500,000	2019	538,648	61,903,413	2020	23.73	1,469,185
18	2019		-	2020	619,034	62,522,447	2021	23.73	1,483,877
19	2020		-	2021	625,224	63,147,672	2022	23.73	1,498,716
20	2021		-	2022	631,477	63,779,149	2023	23.73	1,513,703
21	2022		-	2023	637,791	64,416,940	2024	23.73	1,528,840
22	2023		-	2024	644,169	65,061,109	2025	23.73	1,544,128
23	2024		-	2025	650,611	65,711,721	2026	23.73	1,559,570
24	2025		-	2026	657,117	66,368,838	2027	23.73	1,575,165
25	2026		-	2027	663,688	67,032,526	2028	23.73	1,590,917
26	2027		-	2028	670,325	67,702,851	2029	23.73	1,606,826
27	2028		-	2029	677,029	68,379,880	2030	23.73	1,622,895
			59,567,800			8,135,051			25,676,754

Projections for 2014 and future years are based on the information available at the time of the report and are subject to revision.

TAX INCREMENT DISTRICT #8
Downtown Development Area
Amendment #3
Proposed Debt Issues

	<u>2015</u>	<u>2016</u>	<u>2018</u>	<u>2025</u>	<u>Total</u>
Original TIF					
Plaza from Construction South Barstow (Non-Tax)	\$ -	\$ 700,000	\$ -	\$ -	\$ 700,000
Plaza from South Barstow Acquisition (Non-Tax)	-	300,000	-	-	300,000
Parking Structure from S. Barstow Acquisition (Tax)	1,580,000	-	-	-	1,580,000
Parking Structure from '02 & '07 Project Costs (Tax)	105,000	-	-	-	105,000
Parking Structure from Contingency (Tax)	715,000	-	-	-	715,000
Subtotal	<u>\$ 2,400,000</u>	<u>\$ 1,000,000</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 3,400,000</u>
2nd Amendment					
Project Costs					
Parking Structure (Tax)	\$ 6,820,000	\$ -	\$ -	\$ -	\$ 6,820,000
Streets (Non-Tax)	-	600,000	-	-	600,000
Ramp Engineering and Post office demolition	280,000	-	-	-	280,000
Subtotal	<u>\$ 7,100,000</u>	<u>\$ 600,000</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 7,700,000</u>
3rd Amendment					
Underwriter Discount	\$ 96,000	\$ 16,200	\$ 15,200	\$ 40,600	\$ 168,000
Partial payment for Confluence Contribution	-	-	1,500,000	-	1,500,000
Subtotal	<u>\$ 96,000</u>	<u>\$ 16,200</u>	<u>\$ 1,515,200</u>	<u>\$ 40,600</u>	<u>\$ 1,668,000</u>
Totals	<u>\$ 9,596,000</u>	<u>\$ 1,616,200</u>	<u>\$ 1,515,200</u>	<u>\$ 40,600</u>	<u>\$ 12,768,000</u>

Projections for 2014 and future years are based on the information available at the time of the report and are subject to revision.

TAX INCREMENTAL DISTRICT #8															
Downtown Development Area															
Amendment #3															
Schedule of Interest Payments															
	Interest														
	2002	2003A	2003B	2003C	2004 tax	2005	2007	2013	2013B	2015 Tax	2025	2016	2018	Annual Total	Outstanding
									2003 A&B Refunding		2015 Refunding				
2002															32,083
2003	\$ 32,083	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -						\$ 32,083	\$ 2,427,522
2004	-	167,453	85,407	32,587	-	-	-	-	-	-	-	-	-	285,447	2,434,729
2005	-	160,328	81,773	30,513	37,984	-	-	-	-	-	-	-	-	310,598	2,228,960
2006	-	160,328	81,773	28,350	35,796	10,417	-	-	-	-	-	-	-	316,664	1,912,296
2007	-	160,328	81,773	23,000	35,796	7,813	-	-	-	-	-	-	-	308,710	2,261,722
2008	-	160,328	81,773	14,563	35,796	7,813	88,976	-	-	-	-	-	-	389,249	1,872,473
2009	-	156,953	80,023	5,000	35,796	7,813	62,806	-	-	-	-	-	-	348,391	1,524,082
2010	-	149,778	76,523	-	35,796	7,813	62,806	-	-	-	-	-	-	332,716	1,191,366
2011	-	142,078	72,935	-	32,656	7,813	61,106	-	-	-	-	-	-	316,588	874,778
2012	-	134,078	69,118	-	26,376	7,813	57,406	-	-	-	-	-	-	294,791	579,987
2013	-	125,778	64,981	-	16,658	7,813	53,306	-	-	-	-	-	-	268,536	974,632
2014	-	-	-	-	-	7,813	48,869	7,570	107,198	-	-	-	-	171,450	709,120
2015	-	-	-	-	-	7,350	44,125	6,712	87,350	-	-	-	-	145,537	3,433,675
2016	-	-	-	-	-	6,425	39,203	6,663	79,750	500,850	-	-	-	632,891	3,666,840
2017	-	-	-	-	-	5,488	33,988	6,537	71,950	323,488	-	90,000	-	531,451	3,135,389
2018	-	-	-	-	-	4,525	28,163	6,388	63,950	310,801	-	56,719	-	470,546	3,066,845
2019	-	-	-	-	-	3,538	22,113	6,237	55,800	297,676	-	53,063	84,094	522,521	2,544,324
2020	-	-	-	-	-	2,538	17,163	6,088	46,325	284,113	-	49,313	52,125	457,665	2,086,659
2021	-	-	-	-	-	1,531	13,650	5,862	34,350	270,025	-	45,469	47,906	418,793	1,667,866
2022	-	-	-	-	-	513	10,675	5,563	21,000	255,413	-	41,438	43,594	378,196	1,289,670
2023	-	-	-	-	-	-	7,656	5,262	7,125	236,688	-	37,219	39,188	333,138	956,532
2024	-	-	-	-	-	-	4,594	4,956	-	204,838	-	32,812	34,594	281,794	674,738
2025	-	-	-	-	-	-	1,531	4,632	-	92,138	-	28,219	29,813	156,333	518,405
2026	-	-	-	-	-	-	-	4,262	-	-	197,225	23,438	24,844	249,769	268,636
2027	-	-	-	-	-	-	-	3,863	-	-	92,488	18,563	19,687	134,601	134,035
2028	-	-	-	-	-	-	-	3,262	-	-	56,351	13,594	14,344	87,551	46,484
2029	-	-	-	-	-	-	-	2,463	-	-	18,988	8,344	8,813	38,608	7,876
2030	-	-	-	-	-	-	-	2,063	-	-	-	2,813	3,000	7,876	-
	<u>\$ 32,083</u>	<u>\$ 1,517,430</u>	<u>\$ 776,079</u>	<u>\$ 134,013</u>	<u>\$ 292,654</u>	<u>\$ 104,829</u>	<u>\$ 658,136</u>	<u>\$ 88,383</u>	<u>\$ 574,798</u>	<u>\$ 2,776,030</u>	<u>\$ 365,052</u>	<u>\$ 501,004</u>	<u>\$ 402,002</u>	<u>\$ 8,222,492</u>	
Projections for 2014 and future years are based on the information available at the time of the report and are subject to revision.															

TAX INCREMENTAL DISTRICT #8 Downtown Development Area Amendment #3 Schedule of Principal Payments																
	Principal															Outstanding
	<u>2002</u>	<u>2003A</u>	2003B	2003C	2004 tax	2005	2007	2013	2013B 2003 A&B Refunding	2015 Tax	2025 2015 Refunding	2016	2018	Annual Total		
2002														0.00	\$ 2,000,000	
2003	\$ 2,000,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,000,000	6,600,000	
2004	-	-	-	-	-	-	-	-	-	-	-	-	-	-	7,170,000	
2005	-	-	-	50,000	-	-	-	-	-	-	-	-	-	50,000	7,320,000	
2006	-	-	-	100,000	-	-	-	-	-	-	-	-	-	100,000	7,220,000	
2007	-	-	-	250,000	-	-	-	-	-	-	-	-	-	250,000	8,410,000	
2008	-	-	-	250,000	-	-	-	-	-	-	-	-	-	250,000	8,160,000	
2009	-	180,000	100,000	250,000	-	-	-	-	-	-	-	-	-	530,000	7,630,000	
2010	-	190,000	100,000	-	-	-	-	-	-	-	-	-	-	290,000	7,340,000	
2011	-	195,000	105,000	-	100,000	-	85,000	-	-	-	-	-	-	485,000	6,855,000	
2012	-	205,000	110,000	-	100,000	-	100,000	-	-	-	-	-	-	515,000	6,340,000	
2013	-	2,930,000	1,585,000	-	370,000	-	105,000	-	-	-	-	-	-	4,990,000	5,655,000	
2014	-	-	-	-	-	-	110,000	-	355,000	-	-	-	-	465,000	5,190,000	
2015	-	-	-	-	-	25,000	110,000	-	375,000	-	-	-	-	510,000	18,340,000	
2016	-	-	-	-	-	25,000	115,000	5,000	385,000	180,000	-	-	-	710,000	19,250,000	
2017	-	-	-	-	-	25,000	120,000	5,000	395,000	355,000	-	60,000	-	960,000	18,290,000	
2018	-	-	-	-	-	25,000	125,000	5,000	405,000	370,000	-	95,000	-	1,025,000	18,785,000	
2019	-	-	-	-	-	25,000	130,000	5,000	410,000	380,000	-	100,000	75,000	1,125,000	17,660,000	
2020	-	-	-	-	-	25,000	90,000	5,000	430,000	395,000	-	100,000	110,000	1,155,000	16,505,000	
2021	-	-	-	-	-	25,000	70,000	10,000	440,000	410,000	-	105,000	115,000	1,175,000	15,330,000	
2022	-	-	-	-	-	25,000	70,000	10,000	450,000	425,000	-	110,000	115,000	1,205,000	14,125,000	
2023	-	-	-	-	-	-	70,000	10,000	475,000	645,000	-	115,000	120,000	1,435,000	12,690,000	
2024	-	-	-	-	-	-	70,000	10,000	-	1,175,000	-	120,000	125,000	1,500,000	11,190,000	
2025	-	-	-	-	-	-	70,000	10,000	-	5,265,000	-	125,000	130,000	5,600,000	5,590,000	
2026	-	-	-	-	-	-	-	10,000	-	-	910,000	130,000	135,000	1,185,000	4,405,000	
2027	-	-	-	-	-	-	-	10,000	-	-	1,015,000	130,000	140,000	1,295,000	3,110,000	
2028	-	-	-	-	-	-	-	20,000	-	-	1,050,000	135,000	145,000	1,350,000	1,760,000	
2029	-	-	-	-	-	-	-	20,000	-	-	1,085,000	145,000	150,000	1,400,000	360,000	
2030	-	-	-	-	-	-	-	50,000	-	-	-	150,000	160,000	360,000	-	
	<u>\$ 2,000,000</u>	<u>\$ 3,700,000</u>	<u>\$ 2,000,000</u>	<u>\$ 900,000</u>	<u>\$ 570,000</u>	<u>\$ 200,000</u>	<u>\$ 1,440,000</u>	<u>\$ 185,000</u>	<u>\$ 4,120,000</u>	<u>\$ 9,600,000</u>	<u>\$ 4,060,000</u>	<u>\$1,620,000</u>	<u>\$ 1,520,000</u>	<u>\$ 31,915,000</u>		
Projections for 2014 and future years are based on the information available at the time of the report and are subject to revision.																

General Obligation Debt Limitation**December 31, 2013**

Section 67.03(1) of the Wisconsin Statutes provides that the amount of indebtedness of a municipality shall not exceed 5 percent of the equalized valuation of the taxable property in the municipality.

The following computation compares the total debt allowable for the City of Eau Claire with proposed outstanding indebtedness at July 28, 2014:

Equalized valuation including T.I.F.'s (certified, August 2013)	\$ 4,325,664,800
Legal debt capacity (5% of equalized value)	<u>\$ 216,283,240</u>
General obligation indebtedness:	
General long-term debt as of 12/31/13	\$ 100,535,000
less April 2014 Principal paid	\$ (8,670,000)
less 2004 debt issues refunded and/or called	\$ (1,925,000)
plus Proposed 2014 debt issued	\$ 8,915,000.00
Debt Outstanding	<u>98,855,000.00</u>
Less: Amounts available for payment of principal:	
In Debt Service funds	<u>(6,910,331)</u>
Plus: Amended TIF 8 Debt (2015-2018)	12,740,000
Net indebtedness	<u>104,684,669</u>
Unused borrowing capacity	<u>\$ 111,598,571</u>
Percent of debt capacity remaining	<u>51.60%</u>
City Resolution states that 70% allowed by State Statute is limited by Council action.	\$ 151,398,268
	\$ 46,713,599
	<u>30.85%</u>

**TAX INCREMENTAL DISTRICT #8
DOWNTOWN DEVELOPMENT AREA**

Analysis of TIF Valuation Limits

Under WI Stat. 66.1105(4)(gm)4c: The equalized value of the taxable property of the district plus the value increment of all existing districts does not exceed 12 percent of the total equalized value of the taxable property in the city.

Total Estimated Equalized Valuation of Taxable Property in the City as of January 1, 2014		\$ 4,461,599,200
Estimated Equalized Value of All Taxable Property in TIF #8 as of January 1, 2014	\$ 46,790,100	
Value of Property in the Proposed Addition to the Amendment	1,475,600	
Equalized Value Increment of TIFs 5, 7 & 9	<u>53,837,200</u>	
	\$ 102,102,900	
Percentage of TIF Valuation to Total City Property		2.29%

**TAX INCREMENTAL DISTRICT #8
DOWNTOWN DEVELOPMENT AREA**

Amended Boundary Information

The boundary amendment consists of two parcels shown on the map on page 4 and described as follows:

Parcel 08-0007

That part of Parcel 08-0007, being the West ½ of Lot 8 and all of Lots 9, 10, 11, 12, 13, 14 and 15 Block 1 of Eau Claire Lumber Company's 10th Addition to the City of Eau Claire and land lying between the above described Lots in said Block 1 and the Eau Claire River. Also that part of the vacated Railroad right-of-way and the vacated Railroad Street lying South of Block 2 Chapman's & Thorps 3rd Addition and North of said Block 1. And including the Easterly half of N Barstow Street and the Westerly half of N Farwell Street lying adjacent to the above described parcel, all located in the NE1/4-NW1/4 of Section 20, T27N, R09W, City of Eau Claire, Eau Claire County, Wisconsin.

And also including:

Part of Government Lot 7 of Section 20, T27N, R09W and Block 9 and 18 of Huysen Marfield Galloway Merediths Addition located in the SE1/4-SW1/4 of Section 17, T27N, R09W, City of Eau Claire, Eau Claire County, Wisconsin described as follows:

Commencing at the South ¼ corner of said Section 17;

Thence North along the east line of the said SW1/4 to the Northerly line of Block 1 Chapman & Thorp's 3rd Addition extended east and the southerly right-of-way line of Galloway Street, being the point of beginning;

Thence continuing North along said east line of the SW1/4 to the Southerly right-of-way line of Madison Street;

Thence Westerly along said Southerly right-of-way line of Madison Street to the centerline of N Farwell Street;

Thence Southerly along said centerline of N Farwell Street to said Northerly line of Block 1 Chapman & Thorp's 3rd Addition extended west and the Southerly right-of-way line of Galloway Street;

Thence Easterly along said Northerly line of Block 1 and its extension, to the point of beginning.